

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF PENNSYLVANIA

_____	)	Chapter 11
In re:)	
MARONDA HOMES, INC.,	)	Case No. 11-22418-JKF
	)	Document No. ____
Debtor.	)	Joint Administered
_____)	
In re:	)	Chapter 11
MARONDA HOMES, INC. OF OHIO,)	
	)	Case No. 11-22422-JKF
Debtor.)	
_____)	
In re:	)	Chapter 11
MARONDA HOMES OF CINCINNATI,)	
LLC.,	)	Case No. 11-22424-JKF
)	
Debtor.)	
_____)	
MARONDA HOMES, INC., et al.,	)	Docket No. _____
	)	Hearing Date & Time:
Movants,	)	_____, 2011, ____(_).m.
	)	(EDT)
v.)	
)	
NO RESPONDENT.	)	Objection Deadline:
_____	)	_____, 2011

**MOTION TO CONDITIONALLY APPROVE DISCLOSURE STATEMENT, TO COMBINE
HEARING ON DISCLOSURE STATEMENT WITH HEARING ON CONFIRMATION OF
PLAN, AND TO LIMIT DISTRIBUTION OF DISCLOSURE STATEMENT, PLAN AND
BALLOTS TO CREDITORS ENTITLED TO VOTE THEREON**

Debtors, Maronda Homes, Inc, Maronda Homes, Inc of Ohio, and Maronda
Homes of Cincinnati, LLC, by their undersigned counsel, file the within Motion to

Conditionally Approve Disclosure Statement, Combine Hearing on Disclosure Statement with Hearing on Confirmation of Plan, and to Limit Distribution of Disclosure Statement, Plan and Ballots to Creditors Entitled to Vote Thereon, and in support thereof as follows:

1. These three bankruptcy cases were commenced by voluntary petitions filed by each Debtor on April 18, 2011.

2. Debtors have continued to operate their businesses as debtors-in-possession.

3. No committee of unsecured creditors or trustee has been appointed in these cases.

4. Debtors have prepared a Disclosure Statement to Accompany Joint Chapter 11 Plan of Reorganization ("Disclosure Statement") and Joint Chapter 11 Plan of Reorganization ("Plan") that, subject to proofreading and finalization, will be filed on Friday, August 12, 2011 or by Monday, August 15, 2011 at the latest.

5. Under the Plan, all undisputed claims of creditors other than the Debtors' Secured Lenders and Equity are paid in full in accordance with their terms or as otherwise agreed between the creditor and Debtors. As a result, all those classes of creditors are unimpaired and are deemed to vote in favor of the Plan without balloting or voting thereon.

6. As to Secured Lenders, the Plan proposes payment of all amounts for principal, accrued but unpaid interest and unpaid fees (if any) due as of the Petition Date under the pre-petition Credit Agreement subject to an offset of \$12 million, and

retention by the Lenders of all pre-petition liens in collateral perfected as of the Petition Date. The Plan proposes modifications to the Credit Agreement as part of the proposal to the Class of Secured Lenders, terms for exit financing and gives Lenders the option under the Plan to participate or not in the exit financing under the Plan.

7. Given the structure of the Plan, the only classes of creditors that need to vote on the Plan are the Secured Lenders Class and the Equity Class. The Secured Lenders have been continually and regularly provided with information relating to the Debtors and their affiliates both before and since the filing of the bankruptcy cases and already possess more than sufficient information regarding the Debtors, their operations and finances, credit agreements, plans and projections. The Secured Lenders are provided with monthly financial information that Debtors have continued to provide throughout the bankruptcy, including income statements, balance sheets, results of operations, real property appraisals, updated borrowing base certificates and other information, as requested. All information about the Debtors and their affiliates is made available to all Lenders through posting on an InterLinks website. All Secured Lenders have received a June 30, 2011 Term Sheet reflecting all changes to the Credit Agreement plus drafts of the proposed Exit Facility Agreement and a majority of the Lenders have preliminarily indicated an intent to approve the provisions and the terms of the proposed exit financing.

8. Given the detailed level of information already in the possession of the Lenders and the information available to them, far more than the information customarily required to be provided in the Disclosure Statement has already been received and redundant elaboration would be superfluous as to the Secured Lenders.

Since as indicated, the Secured Lenders are the only class of creditors being asked to make any determinations under the Plan or vote on it (since all other classes are paid in full and unimpaired), a separate hearing to approve a Disclosure Statement is not necessary and it is in the best interest of the Debtors, their estates and all creditors to proceed to voting and a hearing on confirmation of the Plan. Debtors therefore respectfully request the Court to conditionally approve the Disclosure Statement that has been filed contemporaneously herewith and combine the hearing on Disclosure Statement with the hearing on confirmation of the Plan.

9. Section 1126(f) of the Bankruptcy Code provides that solicitation of acceptances from holders of claims in a class that is not impaired is not required. As the Secured Lenders Class is the only class of creditors under the Plan that will be voting, and all other classes (other than Equity) are unimpaired, Debtors request that distribution of the Disclosure Statement, Plan and Ballots be limited to: all Lenders in the Secured Lenders Class (Class 1); (2) the Equity Class (Class 5); (3) the U.S. Trustee; and (4) any party requesting a copy of the Disclosure Statement and Plan.

WHEREFORE, Debtors respectfully request this Honorable Court to consider this Motion at the time of the hearing already set in these cases for August 26, 2011 and to issue an Order conditionally approving Disclosure Statement, combining the hearing on Disclosure Statement with the hearing on confirmation of the Plan and scheduling a date for the combined hearing, and limiting distribution of the Disclosure Statement, Plan and Ballots to: (1) all Lenders in the Secured Lenders Class (Class 1); (2) the Equity Class (Class 5); (3) the U.S. Trustee; and (4) any party requesting a copy of the Disclosure Statement and Plan.

Dated: Pittsburgh, Pennsylvania
August 10, 2011

Respectfully submitted,

Manion McDonough & Lucas, P.C.

By: /s/ James G. McLean

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